

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC.,¹

Reorganized Debtor.

Chapter 11

Case No. 24-12480 (LSS)

(Jointly Administered)

Related D.I. 1745, 1746, 1747

**OMNIBUS ORDER APPROVING FINAL FEE APPLICATIONS
OF THE DEBTORS' PROFESSIONALS RETAINED ON BEHALF OF AND AT THE
SOLE DIRECTION OF THE INDEPENDENT DIRECTOR, MICHAEL J. WARTELL**

Upon consideration of the final fee applications (the “Final Fee Applications”) filed by the professionals (collectively, the “Professionals,” a list of which is attached hereto as **Exhibit 1**), retained in the chapter 11 cases of the above-captioned reorganized debtor (the “Reorganized Debtor,” and together with its affiliated reorganized debtors before the effective date of the chapter 11 plan, the “Debtors”) on behalf of and at the sole direction of Michael J. Wartell in his capacity as independent director (the “Independent Director”) and sole member of the conflicts committees of the boards of debtors Freedom VCM Interco, Inc. and Freedom VCM, Inc. (the “Retaining Debtors”); and Direct Fee Review LLC (the “Fee Examiner”) having filed separate final reports (collectively, the “Fee Examiner Reports”) with respect to each of the Final Fee Applications; and it appearing to this Court that all of the requirements of sections 327, 328, 330, 331 and 503(b) of title 11 of the United States Code, as well as rule 2016 of the Federal Rules of

¹ The last four digits of Franchise Group, Inc.’s federal tax identification number are 1876. The mailing address for Franchise Group, Inc. is 2371 Liberty Way, Virginia Beach, Virginia 23456. The term “Reorganized Debtors” includes Franchise Group, Inc. and certain reorganized debtor affiliates, a complete list of which, including the last four digits of their federal tax identification numbers and addresses, may be obtained on the website of the Reorganized Debtors’ claims and noticing agent, at <https://cases.ra.kroll.com/FRG/>. All of the motions, contested matters, and adversary proceedings that remained open as of the closing of any of the Reorganized Debtors’ cases, or that are opened after the date thereof, are administered in the remaining chapter 11 case of Franchise Group, Inc., Case No. 24-12480 (LSS).

Bankruptcy Procedure and rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware, have been satisfied; and it further appearing that the services rendered and expenses incurred were reasonable and necessary; and that the notices of the Final Fee Applications were appropriate; and the Fee Examiner having no objections to the relief granted herein, which relief is consistent with the respective Fee Examiner Reports; and after due deliberation and sufficient good cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Final Fee Applications are hereby APPROVED on a final basis with respect to the amounts set forth on **Exhibit 1**, attached hereto.
2. The Professionals are granted final allowance of compensation in the amounts set forth on **Exhibit 1**, attached hereto.
3. The Professionals are granted reimbursement of reasonable and necessary expenses on a final basis in the amounts set forth on **Exhibit 1**, attached hereto.
4. The Reorganized Debtors are authorized and directed, as provided herein, to remit, or cause to be remitted, payment to the Professionals in the amounts set forth on **Exhibit 1**, attached hereto, less any amounts previously paid to the respective Professional on account of such allowed fees and/or expenses.
5. This Order shall be deemed a separate order for each Professional and the appeal of any order with respect to any Professional shall have no effect on the allowed fees and expenses of any other Professional.

6. This Court shall retain jurisdiction with respect to all matters relating to the interpretation or implementation of this Order.

Dated: December 3rd, 2025
Wilmington, Delaware


LAURIE SELBER SILVERSTEIN
UNITED STATES BANKRUPTCY JUDGE